

Fill in this information to identify the case:

United States Bankruptcy Court for the Southern District of TexasCase number (if known): _____ Chapter 11☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name ORG GC Midco, LLC

2. All other names debtor used in the last 8 years N/A

Include any assumed names, trade names, and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 81-0741740

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

6330 Gulfton Street
Number Street

Number Street

P.O. Box

Houston Texas 77801
City State ZIP Code

City State ZIP Code

Location of principal assets, if different from principal place of business

Harris
County

Number Street

City State ZIP Code

5. Debtor's website (URL) Not Applicable

6. Type of debtor

- ☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

Debtor ORG GC Midco, LLC
NameCase number (if known) 21- ()**7. Describe debtor's business**

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above Holding Company for ARM/BPO Business

B. Check all that apply:

- ☐ Tax- exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.
5614 – Business Support Services

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check all that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1). Its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000 and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☒ A plan is being filed with this petition.
☒ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No

☐ Yes District _____ When _____ Case number _____
MM/ DD/ YYYY
District _____ When _____ Case number _____
MM / DD/ YYYY

If more than 2 cases, attach a separate list.

Debtor ORG GC Midco, LLC
NameCase number (if known) 21- ()**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**☒ No☐ Yes

Debtor _____

Relationship _____

District _____

When _____

Case number, if known _____

MM / DD / YYYY

List all cases. If more than 1, attach a separate list.

11. Why is the case filed in this district?*Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention? (Check all that apply.)**

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____**Where is the property?**

Number _____

Street _____

City _____

State _____

ZIP Code _____

Is the property insured?☐ No☐ Yes. Insurance agency _____

Contact Name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds***Check one:*

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors☐ 1-49☐ 1,000-5,000☐ 25,001-50,000☒ 50-99☐ 5,001-10,000☐ 50,001-100,000☐ 100-199☐ 10,001-25,000☐ More than 100,000☐ 200-999

Debtor ORG GC Midco, LLC
NameCase number (if known) 21- ()

15. Estimated assets	<input type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input type="checkbox"/> \$500,000,001-\$1 billion
	<input type="checkbox"/> \$50,001-\$100,000	<input type="checkbox"/> \$10,000,001-\$50 million	<input type="checkbox"/> \$1,000,000,001-\$10 billion
	<input type="checkbox"/> \$100,001-\$500,000	<input type="checkbox"/> \$50,000,001-\$100 million	<input type="checkbox"/> \$10,000,000,001-\$50 billion
	<input type="checkbox"/> \$500,001-\$1 million	<input checked="" type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> More than \$50 billion

16. Estimated liabilities	<input type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input type="checkbox"/> \$500,000,001-\$1 billion
	<input type="checkbox"/> \$50,001-\$100,000	<input type="checkbox"/> \$10,000,001-\$50 million	<input type="checkbox"/> \$1,000,000,001-\$10 billion
	<input type="checkbox"/> \$100,001-\$500,000	<input type="checkbox"/> \$50,000,001-\$100 million	<input type="checkbox"/> \$10,000,000,001-\$50 billion
	<input type="checkbox"/> \$500,001-\$1 million	<input checked="" type="checkbox"/> \$100,000,001-\$500 million	<input type="checkbox"/> More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on November 8, 2021
MM / DD / YYYY

✕

/s/ Michael Jones

Signature of authorized representative of debtor

Michael Jones

Printed name

Chief Financial Officer & Chief Administrative Officer

Title

18. Signature of attorney

✕

/s/ Alfredo R. Pérez

Signature of attorney for debtor

Date November 8, 2021

MM / DD / YYYY

Alfredo R. Pérez

Printed Name

Sunny SinghWeil, Gotshal & Manges LLP

Firm Name

Weil, Gotshal & Manges LLP700 Louisiana, Suite 1700

Address

767 Fifth AvenueHouston, Texas 77002

City/State/Zip

New York, New York 10153(713) 546-5000

Contact Phone

(212) 310-8000Alfredo.Perez@weil.com

Email Address

Sunny.Singh@weil.com15776275

Bar Number

Texas

State

**WRITTEN CONSENT OF
THE BOARD OF MANAGERS OF ORG GC MIDCO, LLC**

November 7, 2021

Pursuant to Section 18.404(d) of the Delaware Limited Liability Company Act and Sections 17-302(e) and 17-405(d) of the Delaware Revised Uniform Limited Partnership Act, as applicable, the undersigned managers of ORG GC Midco, LLC, a Delaware limited liability company (such persons, each, a “**Manager**” and collectively, the “**Board**,” and such entity, the “**Company**”), hereby unanimously consent to the adoption of the following resolutions:

WHEREAS, the Company (together with its direct and indirect subsidiaries, the “**Company Group**”) is a party to that certain Financing Agreement, dated as of July 31, 2017 (as amended, supplemented or otherwise modified from time to time, the “**Financing Agreement**” and the facility thereunder, the “**Term Facility**”), among the Company, ORG GP Buyer, LLC, and ORG LP Buyer, LLC, as borrowers, ORG GC Holdings, LLC, GC Services Limited Partnership, and GC Services International, LLC, as guarantors, BSP Agency, LLC, as administrative agent and collateral agent, and the lenders from time to time party thereto (the “**Existing Term Lenders**”);

WHEREAS, on October 16, 2021, the Company Group entered into the Restructuring Support Agreement (the “**Restructuring Support Agreement**”) with the Existing Term Lenders regarding the terms of a restructuring of the Company Group’s capital structure and financial obligations (the “**Proposed Restructuring**”)

WHEREAS, the Restructuring Support Agreement provides that the Proposed Restructuring will be implemented pursuant to the terms of a prepackaged plan of reorganization (the “**Plan**”), a corresponding disclosure statement in respect of the Plan (the “**Disclosure Statement**”), a solicitation of votes thereon, and the commencement by the Company of a voluntary case (the “**Chapter 11 Case**”) under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the Southern District of Texas (the “**Bankruptcy Court**”);

WHEREAS, on October 16, 2021, in accordance with milestones set forth in the Restructuring Support Agreement, the Company commenced the prepetition solicitation of votes on the Plan from the Existing Term Lenders;

WHEREAS, the deadline for the Existing Term Lenders to vote to accept or reject the Plan was November 1, 2021 at 4:00 p.m. (Prevailing Central Time) (the “**Voting Deadline**”);

WHEREAS, as of the Voting Deadline, 100% of the Existing Term Lenders have voted to accept the Plan;

WHEREAS, the Restructuring Support Agreement provides that the Company must commence its Chapter 11 Case no later than 11:59 p.m. (Prevailing Central Time) on November 8, 2021;

WHEREAS, the Board has reviewed and had the opportunity to ask questions about the materials presented by management with the assistance of (i) advice from its financial advisors, (ii) outside counsel and the general counsel to each Company, and (iii) management of each Company, regarding the liabilities and liquidity of such Company, all of the strategic alternatives available to it, including the Proposed Restructuring, and the impact of the foregoing on the Company's business;

WHEREAS, the Board has been advised of the pleadings and other documents proposed to be filed in connection with commencement of the Chapter 11 Case, including the "first day" motions requesting certain "first day" relief from the Bankruptcy Court;

WHEREAS, with the Board believes that taking the actions set forth below is in the best interests of such Company and, therefore, desires to approve the following resolutions:

Commencement of Chapter 11 Case

NOW, THEREFORE, BE IT RESOLVED, that the Board has determined, after consultation with the Company's management team, and based on the advice of the Company's legal and financial advisors (the "**Advisors**"), that it is desirable and in the best interests of the Company, its creditors, and other parties in interest that a petition be filed by the Company seeking relief under chapter 11 of the Bankruptcy Code to implement the Proposed Restructuring; and be it further

RESOLVED, that any officer of the Company, including Robert Wagstaff in his capacity as Chief Restructuring Officer (each, an "**Authorized Officer**"), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, deliver, and file in the name and on behalf of the Company, and under its seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders, and other documents in the Bankruptcy Court, and, in connection therewith, to take and perform any and all further acts and deeds which such Authorized Officer deems necessary, proper, or desirable in connection with the Chapter 11 Case, including, without limitation, (i) the payment of fees, expenses, and taxes such Authorized Officer deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates, and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Case with a view to the successful prosecution of the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Officer deemed the same to meet such standard); and be it further

Debtor-in-Possession Financing

RESOLVED, that in connection with the Chapter 11 Case, it is in the best interests of the Company to enter into and obtain loans, and to consummate the transactions under that certain super priority senior secured debtor-in-possession term loan credit facility in an aggregate principal amount of up to \$6 million to be evidenced by that certain Senior Secured Super Priority

Debtor-In-Possession Credit Agreement, by and among, the Company and the guarantors (the “**Guarantors**”), the lenders from time to time party thereto (the “**DIP Lenders**”), Goldman Sachs Specialty Lending Group, L.P., as administrative agent for the DIP Lenders (in such capacity and together with its successors, the “**Administrative Agent**”) (the “**DIP Credit Agreement**”), in each case subject to approval by the Bankruptcy Court, which is necessary and appropriate to fund the costs of implementing the Proposed Restructuring (the “**Debtor-in-Possession Financing**”); and be it further

RESOLVED, that the execution and delivery of the DIP Credit Agreement and any DIP Financing Documents (as defined below) to which the Company is party, the consummation by the Company of the transactions contemplated thereunder, including the borrowing of funds under the DIP Credit Agreement, the grant of a security interest in and liens upon substantially all of the Company’s assets in favor of the secured parties (including the authorization of financing statements in connection with liens) and the execution, delivery and performance of all other agreements, instruments, documents, notices or certificates constituting exhibits to the DIP Credit Agreement or that may be required, necessary, appropriate, desirable or advisable to be executed or delivered pursuant to the DIP Credit Agreement or otherwise related thereto (each a “**DIP Financing Document**” and collectively, the “**DIP Financing Documents**”), the making of the representations and warranties and compliance with the covenants thereunder and the assumption of any obligations under and in respect of any of the foregoing, are hereby authorized and approved in all respects, and that any Authorized Officer, who may act without the joinder of any other Authorized Officer, is hereby severally authorized, empowered and directed, in the name and on behalf of the Company, to execute and deliver the DIP Credit Agreement and any other DIP Financing Document to which the Company is a party, with such changes therein and additions thereto as any such Authorized Officer, in his or her sole discretion, may deem necessary, convenient, appropriate, advisable or desirable, the execution and delivery of the DIP Credit Agreement and such DIP Financing Document with any changes thereto by the relevant Authorized Officer, to be conclusive evidence that such Authorized Officer deemed such changes to meet such standard; and be it further

RESOLVED, that the form, terms and provisions of each of (i) the DIP Credit Agreement, including the use of proceeds to provide liquidity for Company throughout the Chapter 11 Case, substantially in the form presented to the Company and (ii) any and all of the other agreements, including, without limitation, any guarantee and security agreement, letters, notices, certificates, documents and instruments authorized, executed, delivered, reaffirmed, verified and/or filed in connection with the Debtor-in-Possession Financing and the performance of obligations thereunder, including the borrowings and guarantees contemplated thereunder, are hereby, in all respects confirmed, ratified and approved; and be it further

RESOLVED, that each Authorized Officer of the Company, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to negotiate and approve the terms, provisions of and performance of, and to prepare, execute and deliver the DIP Credit Agreement and any other DIP Financing Document, in the name and on behalf of the Company under its corporate seal or otherwise, and such other documents, agreements, instruments and certificates as may be required by the Administrative Agent or required by the DIP Credit Agreement and any other DIP Financing Documents; and be it further

RESOLVED, that the Company be, and hereby is, authorized to incur the obligations and to undertake any and all related transactions contemplated under the DIP Credit Agreement and any other DIP Financing Document including the granting of security thereunder; and be it further

RESOLVED, that each Authorized Officer of the Company, in each case, acting singly or jointly, be, and each hereby is, authorized to grant security interests in, and liens on, any and all property of the Company as collateral pursuant to the DIP Credit Agreement and any other DIP Financing Document to secure all of the obligations and liabilities of the Company thereunder to the DIP Lenders and the Administrative Agent, and to authorize, execute, verify, file and/or deliver to the Administrative Agent, on behalf of the Company, all agreements, documents and instruments required by the DIP Lenders in connection with the foregoing; and be it further

RESOLVED, that each Authorized Officer of the Company, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to take all such further actions including, without limitation, to pay all fees and expenses, in accordance with the terms of the DIP Credit Agreement and any other DIP Financing Document, which shall, in such Authorized Officer's sole judgment, be necessary, proper or advisable to perform the Company's obligations under or in connection with the DIP Credit Agreement or any other DIP Financing Document and the transactions contemplated therein and to carry out fully the intent of the foregoing resolutions; and be it further

RESOLVED, that each Authorized Officer of the Company, in each case, acting singly or jointly, be, and each hereby is authorized, empowered, and directed, in the name and on behalf of the Company, to execute and deliver any amendments, supplements, modifications, renewals, replacements, consolidations, substitutions and extensions of the DIP Credit Agreement and/or any of the DIP Financing Documents which shall, in such Authorized Officer's sole judgment, be necessary, proper or advisable; and be it further

Retention of Advisors

RESOLVED, that in connection with the Chapter 11 Case, any Authorized Person, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, on behalf of the Company, which such Authorized Person deems necessary, appropriate or advisable in connection with, or in furtherance of, the Chapter 11 Case (such acts to be conclusive evidence that such Authorized Person deemed the same to meet such standard);

RESOLVED, that the law firm of Weil, Gotshal & Manges LLP, located at 767 Fifth Avenue, New York, NY 10153, and 700 Louisiana St., Suite 1700, Houston, TX 77002, is hereby retained as counsel for the Company in the Chapter 11 Case, subject to Bankruptcy Court approval;

RESOLVED, that the firm of Riveron Management Services, LLC f/k/a/ Conway MacKenzie Management Services, LLC ("**RMS**"), located at 401 South Old Woodward Avenue, Ste 340, Birmingham, Michigan 48009, is hereby retained to provide interim management services for the Company in the Chapter 11 Case, with Robert Wagstaff of RMS acting as Chief Restructuring Officer, subject to Bankruptcy Court approval;

RESOLVED, that the firm of Bankruptcy Management Solutions, Inc. d/b/a Stretto, located at 7 Times Square, Suite 1601, New York, New York 10036, is hereby retained as claims, noticing, and solicitation agent and administrative advisor for the Company in the Chapter 11 Case, subject to Bankruptcy Court approval;

General Authority and Ratification of Past Actions

RESOLVED, that any Authorized Person, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts or deeds, including (i) the negotiation of such additional agreements, amendments, modifications, supplements, reports, documents, instruments, applications, notes or certificates, including those not now known but which may be required, (ii) the execution, delivery and filing (if applicable) of any of the foregoing, and (iii) the payment of all fees, consent payments, taxes and other expenses as any such Authorized Person, in his or her sole discretion, may approve or deem necessary, appropriate or desirable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, filings and payments to be conclusive evidence of such approval or that such Authorized Person deemed the same to meet such standard; and

RESOLVED, that any and all past actions heretofore taken by any Authorized Person, any director, manager, or any member of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, adopted and approved in all respects.

[Signature Page Follows]

This Written Consent may be executed in one or more counterparts, all of which together shall be one and the same instrument. This Written Consent shall be filed with and become a part of the records of Company.

IN WITNESS WHEREOF, the undersigned, being all of the Managers of the Board, have executed this written consent as of the date first written above.

MANAGERS:

By: /s/ James Decker
Name: James Decker
Title: Manager

By: /s/ John Haas
Name: John Haas
Title: Manager

By: /s/ Steven Panagos
Name: Steven Panagos
Title: Manager

Fill in this information to identify the case:

Debtor name: ORG GC Midco, LLC

United States Bankruptcy Court for the Southern District of Texas
(State)

Case number (If known): _____

☐ Check if this is an amended filing

Official Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders**

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Intact Insurance Surety Group f/k/a OneBeacon Surety Group Attn.: Corey E. Johnson 3625 Cumberland Blvd., Suite C-100 Atlanta, Georgia 30339	Attn.: Corey E. Johnson Phone: (781) 332-7276 Email: cjohnson@intactinsurance.com	Surety	C/U/D			Undetermined
2	Chubb Group of Insurance Companies Attn.: Claims Department 82 Hopmeadow Street Simsbury, Connecticut 06070-7683	Attn.: Claims Department Phone: (800) 362-4822 Email: specialtyclaims@chubb.com	Insurance	C/U/D			Undetermined
3	Chapman and Cutler LLP Attn.: Larry G. Halperin 1270 Avenue of the Americas, 30th Floor New York, New York 10020-1708	Attn.: Larry G. Halperin Phone: (212) 655-2517 (direct) Phone: (212) 655-6000 Email: halperin@chapman.com	Professional Services	C/U/D			Undetermined
4	Ham Langston & Brezina LLP Attn.: David Borda 11550 Fuqua, Suite 475 Houston, Texas 77034	Attn.: David Borda Phone: (281) 481-1040 Email: bordad@hlb-cpa.com	Professional Services	C/U/D			Undetermined
5	Vinson & Elkins L.L.P. Attn.: Peter C. Marshall 2001 Ross Avenue, Suite 3900 Dallas, Texas 75201	Attn.: Peter C. Marshall Phone: (214) 220-7849 Email: pmarshall@velaw.com	Professional Services	C/U/D			Undetermined
6	King & Spalding LLP Attn.: W. Austin Jowers (Austin) 1180 Peachtree Street NE Atlanta, Georgia 30309	Attn.: W. Austin Jowers (Austin) Phone: (404) 572-2776 (direct) Phone: (404) 572-4600 Email: ajowers@kslaw.com	Professional Services	C/U/D			Undetermined
7	Mayer Brown LLP Attn.: Steven M. Kaplan 1999 K Street, NW Washington, DC 20006-1101	Attn.: Steven M. Kaplan Phone: (202) 263-3005 (direct) Phone: (202) 263-3000 Email: skaplan@mayerbrown.com	Professional Services	C/U/D			Undetermined
8	Stroock & Stroock & Lavan LLP Attn.: Jayme T. Goldstein 180 Maiden Lane New York, New York 10038-4982	Attn.: Jayme T. Goldstein Phone: (212) 806-5400 Email: jgoldstein@stroock.com	Professional Services	C/U/D			Undetermined

Name

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	Wells Fargo Bank Attn.: Chester Fontenot WF 8113 P.O. Box 1450 Minneapolis, Minnesota 55485-8113	Attn.: Chester Fontenot Phone: (917) 260-1688 Email: chester.fontenot@wellsfargo.com	Professional Services	C/U/D			Undetermined
10	Winstead PC Attn.: Melissa R. Stewart 500 Winstead Building 2728 N Harwood Street Dallas, Texas 75201	Attn.: Melissa R. Stewart Phone: (214) 745-5200 Email: mstewart@winstead.com	Professional Services	C/U/D			Undetermined
11	Eckstaedt and Associates, LLC Attn: James Eckstaedt 8502 E. Chapman Avenue, Suite 192 Orange, California 92869	Attn: James Eckstaedt Phone: (714) 319-9269 Email: jim.eckstaedt@eckstaedtandassociates.com	Professional Services	C/U/D			Undetermined
12	Tennessee Department of Revenue Attn.: Legal Department 500 Deaderick Street Nashville, Tennessee 37242-0400	Attn.: Legal Department Phone: (615) 253-0600 Email: revenue.support@tn.gov	Government Contracts	C/U/D			Undetermined
13	Missouri Department of Revenue Attn.: Bankruptcy Unit Attn: Steven A. Ginther 301 W High Street, Room 670 PO Box 475 Jefferson City, Missouri 65105-0475	Attn.: Bankruptcy Unit Attn: Steven A. Ginther Phone: (573) 751-4541 Phone: (573) 751-5531 Email: corporate@dor.mo.gov Email: sdnyecf@dor.mo.gov	Government Contracts	C/U/D			Undetermined
14	Arizona Department of Revenue Attn.: Legal Department 1600 W Monroe Street Phoenix, Arizona 85007	Attn.: Legal Department Phone: (602) 716-6234 Email: tca@azdor.gov Email: laveritt@azdor.gov	Government Contracts	C/U/D			Undetermined
15	Utah State Tax Commission Attn.: Legal Department 210 North 1950 West Salt Lake City, Utah 84134-0180	Attn.: Legal Department Phone: (800) 662-4335 Email: taxmaster@utah.gov	Government Contracts	C/U/D			Undetermined
16	City of Columbus Attn.: Legal Department 77 N Front Street, 2nd Floor Columbus, Ohio 43215	Attn.: Legal Department Phone: (614) 645-8328 Email: tax@columbus.gov	Government Contracts	C/U/D			Undetermined
17	Kansas Department of Revenue Attn.: Corporate Tax Division Scott State Office Building 120 SE 10th Avenue Topeka, Kansas 66612-1103	Attn.: Corporate Tax Division Phone: (785) 368-8222 Email: KDOR_tac@ks.gov	Government Contracts	C/U/D			Undetermined
18	City of Philadelphia Attn.: Law Tax & Revenue Unit 1401 John F Kennedy Blvd. Philadelphia, Pennsylvania 19102	Attn.: Law Tax & Revenue Unit Phone: (215) 686-6600 Email: revenue@phila.gov	Government Contracts	C/U/D			Undetermined
19	Colorado Department of Revenue Attn.: Taxation Division 1375 Sherman Street Denver, Colorado 80203	Attn.: Taxation Division Phone: (303) 866-3711 Email: DOR_TaxpayerService@state.co.us	Government Contracts	C/U/D			Undetermined
20	Indiana Department of Revenue Attn.: Bankruptcy Division 100 N Senate Avenue Indianapolis, Indiana 46204	Attn.: Bankruptcy Division Phone: (317) 232-2240 Email: corptax@dor.in.gov Email: businessstaxassistance@dor.in.gov	Government Contracts	C/U/D			Undetermined

Name

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
21	Comptroller of Maryland Attn.: Taxpayer Service Division, Revenue Administration 110 Carroll Street Annapolis, Maryland 21411-0001	Attn.: Taxpayer Service Division, Revenue Administration Phone: (410) 260-7980 Email: taxhelp@marylandtaxes.gov	Government Contracts	C/U/D			Undetermined
22	Connecticut Commissioner of Revenue Services Attn.: Corporate Business Tax Division 450 Columbus Blvd., Suite 1 Hartford, Connecticut 06103	Attn.: Corporate Business Tax Division Phone: (860) 297-5962 Email: drs@po.state.ct.us	Government Contracts	C/U/D			Undetermined
23	Financial Crimes Enforcement Network (Foreign Bank Reporting) Attn.: Legal Department P.O. Box 39 Vienna, Virginia 22183	Attn.: Legal Department Phone: (800) 767-2825 Email: FRC@fincen.gov	Government Contracts	C/U/D			Undetermined
24	Oregon Department of Revenue Attn.: Corporate Tax 955 Center Street NE Salem, Oregon 9730 1-2555	Attn.: Corporate Tax Phone: (503) 378-4988 Email: corp.help.dor@oregon.gov Email: questions.dor@oregon.gov	Government Contracts	C/U/D			Undetermined
25	State of Arkansas Attn.: Corporation Income Tax Division Ledbetter Building 1816 W 7th Street, Rm. 2250 Little Rock, Arkansas 72201	Attn.: Corporation Income Tax Division Phone: (501) 682-4775 Email: Corporation.Income@dfa.arkansas.gov	Government Contracts	C/U/D			Undetermined
26	Idaho State Tax Commission Attn.: Income Taxes 11321 W. Chinden Blvd. Boise, Idaho 83714	Attn.: Income Taxes Phone: (800) 972-7660 Email: taxrep@tax.idaho.gov	Government Contracts	C/U/D			Undetermined
27	West Virginia State Tax Department Account Administration Division, Corporate Tax Unit Attn.: The Revenue Center 1001 Lee Street E. Charleston, West Virginia 25324-1202	Attn.: The Revenue Center Phone: (304) 558-3333 Email: TaxHelp@WV.gov	Government Contracts	C/U/D			Undetermined
28	State of New Hampshire Attn.: Department of Revenue Admin. 109 Pleasant Street Concord, New Hampshire 03302-0488	Attn.: Department of Revenue Admin. Phone: (603) 230-5086 Email: dra.collections@dra.nh.gov	Government Contracts	C/U/D			Undetermined
29	Rhode Island Attn.: Division of Taxation 1 Capitol Hill, Suite 9 Providence, Rhode Island 02908-5811	Attn.: Division of Taxation Phone: (401) 574-8935 Email: TaxCorporate@tax.ri.gov	Government Contracts	C/U/D			Undetermined
30	Minnesota Department of Revenue Attn.: Corporate Franchise Tax Mail Station 1250 600 N Robert Street St. Paul, Minnesota 55145-1250	Attn.: Corporate Franchise Tax Phone: (800) 657-3666 Email: businessincome.tax@state.mn.us	Government Contracts	C/U/D			Undetermined

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Chapter 11
	§	
ORG GC MIDCO, LLC,	§	Case No. 21-
	§	
Debtor.	§	
	§	

CORPORATE OWNERSHIP STATEMENT
PURSUANT TO FED. R. BANKR. P. 1007(a)(1) AND 7007.1

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, ORG GC Midco, LLC, as a debtor and debtor in possession (the “**Debtor**” and together with its direct and indirect subsidiaries, the “**Company**”), respectfully represents as follows:

1. To best of the Debtor’s knowledge, as of the date hereof (the “**Petition Date**”), the following entities own, directly or indirectly, ten percent (10%) or more of the Debtor’s membership interests:

2. ORG GC Holdings, LLC (“**Holdco**”) is the Debtor’s parent holding company and owns one-hundred percent (100%) of the membership interests of the Debtor.

3. Holdco has issued multiple classes of shares. The following entities own ten percent (10%) or more of each of the various classes of shares issued by Holdco:

i. Series A-2 Units

- Seller¹ – 100%

ii. Series B Units

- ORG GC Coinvestment, LP – 32.5%

¹ As used herein, the term “Seller” refers, collectively, to DLS Enterprises, Inc., DLS Enterprises Holdings, LLC, and GC Financing Corp.

- ORG GC Coinvestment II, LP – 57.3%

iii. Series C Units

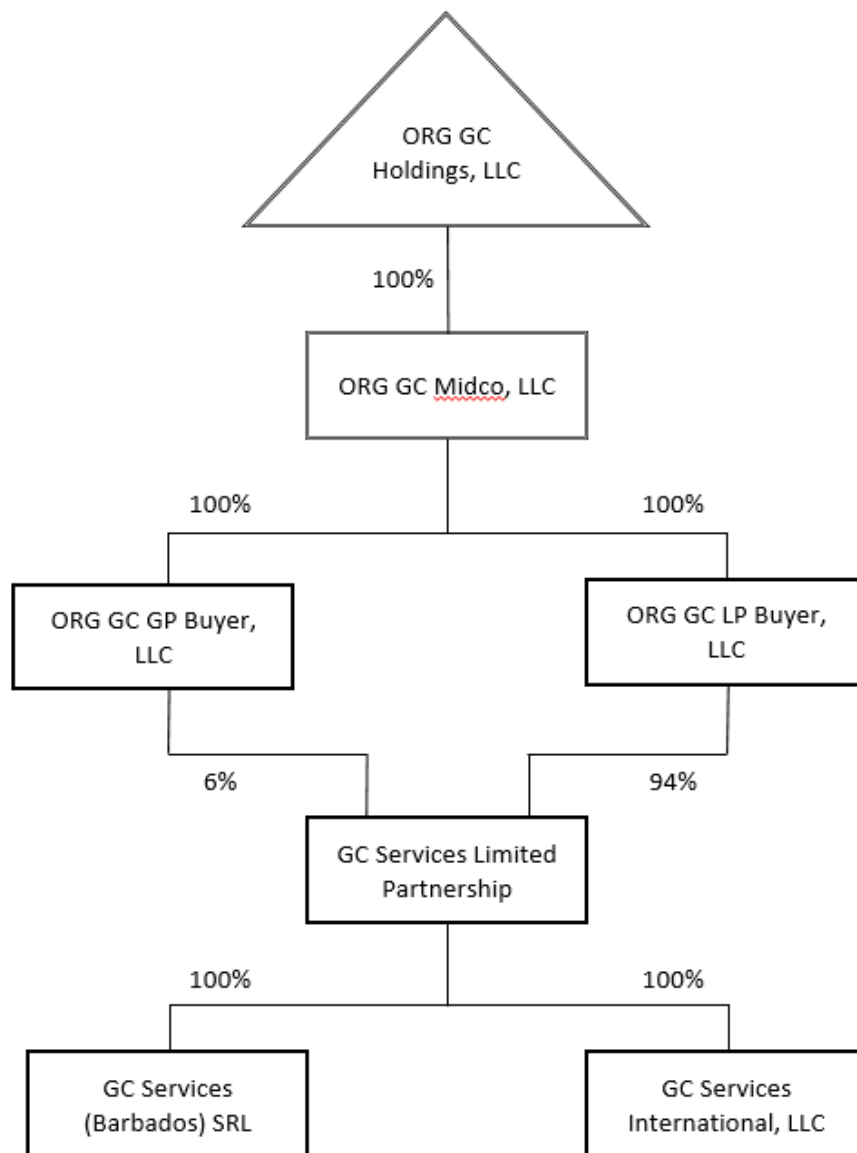
- ORG GC Coinvestment, LP – 28.6%
- ORG GC Coinvestment II, LP – 50.4%
- Seller – 12%

4. Upon information and belief, no other corporation or person (as defined in the Bankruptcy Code) owns, directly or indirectly, ten percent (10%) or more of any class of the Debtor's equity interests.

5. Attached hereto as **Exhibit A** is an organizational chart for the Company.

Exhibit A

Organizational Chart



**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: ORG GC MIDCO, LLC, Debtor.	§ § § § § § §	Chapter 11 Case No. 21-
--	---------------------------------	--

LIST OF EQUITY SECURITY HOLDERS¹

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following identifies all holders having a direct or indirect ownership interest, of the above-captioned debtor in possession (the “**Debtor**”).

Check applicable box:

- ☐ There are no equity security holders or corporations that directly or indirectly own ten percent (10%) or more of any class of the Debtor’s equity interest.
- ☒ The following are the Debtor’s equity security holders (list holders of each class, showing the number and kind of interests registered in the name of each holder, and the last known address or place of business of each holder):

Name and Last Known Address Place of Business of Holder	Kind/Class of Interest	Number of Interests Held
ORG GC Holdings, LLC 221 West Sixth Street, Ste. 2000 Austin, Texas 78701	Membership Interest	100%

¹ This list serves as the required disclosure by the Debtor pursuant to Rule 1007 of the Federal Rules of Bankruptcy Procedure. All equity positions listed are as of the date of commencement of the Debtor’s chapter 11 case.

Fill in this information to identify the case:

Debtor name: ORG GC Midco, LLC
 United States Bankruptcy Court for the Southern District of Texas
 (State)
 Case number (if known): _____

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors****12/15**

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets–Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☒ Other document that requires a declaration Corporate Ownership Statement and List of Equity Holders

I declare under penalty of perjury that the foregoing is true and correct.

Executed on November 8, 2021
 MM / DD /YYYY

X

/s/ Michael Jones

Signature of individual signing on behalf of debtor

Michael Jones

Printed name

Chief Financial Officer & Chief Administrative Officer

Position or relationship to debtor